

1 [Novation Agreement - MWH Americas, Inc. to Stantec Consulting Services, Inc. - Planning  
2 and Engineering Services Contract - Central Bayside System Improvement Project]

3 **Resolution approving the novation of the San Francisco Public Utilities Commission**  
4 **(SFPUC) Agreement No. CS-169, for planning and engineering services for the Central**  
5 **Bayside System Improvement Project, from MWH Americas, Inc. to Stantec Consulting**  
6 **Services, Inc., and authorizing the SFPUC General Manager to negotiate and execute a**  
7 **Novation Agreement, pursuant to Charter, Section 9.118.**

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9 WHEREAS, On February 28, 2012, by Resolution No. 12-0035, the San Francisco  
10 Public Utilities Commission (SFPUC) awarded Agreement No. CS-169, Planning and  
11 Engineering Services, Central Bayside Improvement Program, and authorized the General  
12 Manager to execute a professional services agreement, in the amount of \$30,000,000 and  
13 with a duration of nine years, to the MWH/URS Joint Venture subject to approval by the San  
14 Francisco Board of Supervisors, and

15 WHEREAS, On May 15, 2012, by Resolution No. 179-12, the San Francisco Board of  
16 Supervisors approved Agreement No. CS-169 between the SFPUC and MWH/URS Joint  
17 Venture pursuant to Charter, Section 9.118; and

18 WHEREAS, On July 28, 2015, subject to approval by the Board of Supervisor pursuant  
19 to Charter, Section 9.118, by Resolution 15-0166, the SFPUC authorized a Consent to  
20 Assignment of Agreement No. CS-169 to resolve a conflict of interest that arose as a result of  
21 AECOM Technology Corporation's acquisition of URS Corporation, a partner in the  
22 MWH/URS Joint Venture; and

23 WHEREAS, The Consent to Assignment assigned the interests in Agreement No.  
24 CS-169 to MWH Americas, Inc.; and

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1           WHEREAS, On September 29, 2015, by Resolution No. 353-15, the San Francisco  
2 Board of Supervisors approved the terms and conditions of the Consent to Assignment  
3 Agreement for Agreement No. CS-169, and authorized the SFPUC General Manager to  
4 execute a Consent to Assignment Agreement pursuant to Charter, Section 9 .118; and

5           WHEREAS, On January 1, 2017, MWH Americas, Inc. merged into Stantec Consulting  
6 Services Inc., resulting in Stantec Consulting Services Inc. acquiring all the assets,  
7 obligations, and liabilities of MWH Americas, Inc.; and

8           WHEREAS, MWH Americas, Inc. is currently performing services that are needed to  
9 provide planning and engineering services for the Central Bayside System Improvement  
10 Project; and

11           WHEREAS, The SFPUC has concluded that Stantec Consulting Services Inc., which  
12 meets the minimum qualifications of the original Request for Proposals, is the only consultant  
13 that can readily perform these services without causing severe disruption to the continued  
14 operation of the Central Bayside System Improvement Project; moreover, background  
15 resources required to complete these services would be lost if the City was required to  
16 completely procure the contract again; and

17           WHEREAS, On April 11, 2017, by Resolution No. 17-0066, the SFPUC approved the  
18 novation of Agreement No. CS-169, Planning and Engineering Services, Central Bayside  
19 System Improvement Project, to Stantec Consulting Services, Inc., and authorized the  
20 General Manager of the SFPUC to negotiate and execute a Novation Agreement, with  
21 Stantec Consulting Services Inc., in a form approved by the City Attorney, subject to the San  
22 Francisco Board of Supervisors' approval; and

23           WHEREAS, The proposed Novation Agreement for Agreement No. CS-169 is on file  
24 with the Clerk of the Board of Supervisors in File No. 170586, and is hereby declared to be  
25 part of this Resolution as if fully set forth herein; now, therefore, be it

1           RESOLVED, That the San Francisco Board of Supervisors hereby approves the  
2 novation of Agreement No. CS-169, and authorizes the General Manager of the SFPUC to  
3 negotiate and execute a Novation Agreement with Stantec Consulting Services Inc., pursuant  
4 to Charter, Section 9.118.

5           FURTHER RESOLVED, That within thirty (30) days of the Novation Agreement being  
6 fully executed by all parties, the SFPUC shall provide the final Novation Agreement to the  
7 Clerk of the Board for inclusion into the official file.

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